

**LIMITED PARTNERSHIP
STATE OF MAINE
ARTICLES OF CONSOLIDATION OF**

organized under the laws of _____

AND

organized under the laws of _____
☐ and others (see below)

FORMING

organized under the laws of _____

Deputy Secretary of State

A True Copy When Attested By Signature

Deputy Secretary of State

Pursuant to 31 MRSA §417.2., each participating limited partnership approved an agreement or plan of consolidation and the undersigned limited partnerships, adopt the following Articles of Consolidation:

FIRST: The participating limited partnerships and jurisdictions:

Name of Limited Partnership

Jurisdiction

(Use additional sheets if necessary.)

SECOND: An agreement or plan of consolidation has been approved and executed by each limited partnership that is a party to the consolidation.

THIRD: The name of the resulting limited partnership is _____;
and it is to be governed by the laws of the jurisdiction of _____.

FOURTH: The information required on a certificate of limited partnership is set forth in Exhibit ____ attached hereto and made a part hereof.

FIFTH: Effective date of the consolidation (if other than date of filing of the Articles) is _____

(Not to exceed 60 days from date of filing of the Articles)

SIXTH: The agreement or plan of consolidation is on file at the principal place of business of the resulting limited partnership at the following address:

SEVENTH: A copy of the agreement or plan of consolidation will be furnished by the resulting limited partnership, on request and without cost, to any record owner of interests in a limited partnership that participated in the consolidation.

EIGHTH: If the resulting limited partnership is not organized under the laws of this State, the survivor:

(1) Agrees that it may be served with process in this State in a proceeding for enforcement of an obligation of a party to the consolidation that was organized under the laws of this State, as well as for enforcement of an obligation of the new limited partnership arising from the consolidation; and

(2) Appoints the Secretary of State as its agent for service of process in any such proceeding. The following is the address to which a copy of the process must be mailed by the Secretary of State:

NINTH: This form ***MUST*** be accompanied by Form MLPA-18 (Acceptance of Appointment as Registered Agent pursuant to §407.1-A.) if the resulting limited partnership is domestic.

Name of participating domestic limited partnership _____

DATED _____

GENERAL PARTNER(S)*

(signature) (type or print name)

For General Partner(s) which are Entities

Name of Entity _____

By _____
(authorized signature) (type or print name and capacity)

Name and jurisdiction of participating limited partnership _____

DATED _____

GENERAL PARTNER(S)*

(signature) (type or print name)

For General Partner(s) which are Entities

Name of Entity _____

By _____
(authorized signature) (type or print name and capacity)

(Use additional sheets if necessary.)

*Articles ***MUST*** be signed by

(1) at least one ***general partner*** OR

(2) any duly authorized person.

The execution of these articles constitutes an oath or affirmation under the penalties of false swearing under Title 17-A, **section 453**.

**SUBMIT COMPLETED FORMS TO: CORPORATE EXAMINING SECTION, SECRETARY OF STATE,
101 STATE HOUSE STATION, AUGUSTA, ME 04333-0101**